

# OWASCO LAKE WATERSHED MANAGEMENT COUNCIL, INC.

## RESOLUTION

A meeting of the Board of Directors of the **Owasco Lake Watershed Management Council, Inc.** was convened on **July 16, 2024 at 10:00 A.M.** at City of Auburn Council Chambers, 24 South Street, Auburn, NY 13021 and the following resolution was duly offered and seconded to wit:

### Resolution No. 02-24

#### **Meeting Procedural Requirements- Addressing Remote Attendance**

MOTION BY: Ginny Kent

**WHEREAS**, pursuant to Section 1411 of the Not-for-Profit Corporation Law (“N-PCL”, and hereinafter referred to as the “Act”), and a Certificate of Incorporation (the “Certificate”) filed with the New York Secretary of State on the 23<sup>rd</sup> day of February, 2011, the **Owasco Lake Watershed Management Council, Inc.** (the “Corporation”) has been established as a not-for-profit, local development corporation to relieve and reduce unemployment, promote and provide for additional and maximum employment, improve and maintain job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, lessening the burdens of government and acting in the public interest, including undertaking programs and activities in furtherance of managing, monitoring and protecting the water resources of Owasco Lake and the water resources within the Owasco Lake Watershed for the well-being and benefit of the residents of the County; and

**WHEREAS**, changes to the NYS Open Meetings Law and videoconferencing, which took effect as a part of the 2022 Enacted State Budget, outlines requirements for permitting videoconferencing during meetings;

**WHEREAS**, according to new requirements under the Open Meetings Law, a quorum of the public body must be physically present on location for public meetings;

**WHEREAS**, the local body must adopt a local law or resolution, which authorizes the videoconferencing that applies to

- a. Itself and its committee or subcommittees OR
- b. Specifying that each committee or subcommittee may make its own determination;

**WHEREAS**, the public body must adopt written procedures governing member and public attendance consistent with the Open Meeting Law and post those procedures;

**WHEREAS**, members of the public body must be physically present at the meeting unless the member(s) is(are) unable to be physically present due to extraordinary circumstances, which include disability, illness, caregiving responsibilities, or any other unexpected factor or event which precludes the member's attendance. Members may only attend by videoconference at the discretion of the public body.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors that the Corporation recognizes and will adhere to the required changes under the Open Meetings Law;

**AND IT IS FURTHER RESOLVED** by the Board of Directors that the Corporation recognizes the value that videoconferencing provides to participants (both Directors and members of the public) who would otherwise have to commute over long distances or are otherwise unavailable to join in person;

**AND IT IS FURTHER RESOLVED** that Directors who participate in the meetings, who choose to do so remotely, will not be able to vote on meeting business;

**AND IT IS FURTHER RESOLVED** that a quorum (i.e., three Directors) must be present in person to vote on any meeting business;

**AND IT IS FURTHER RESOLVED** that a Director, who is unable to be physically present due to extraordinary circumstances (which include disability, illness, caregiving responsibilities, or any other unexpected factor or event which precludes the member's attendance), to be eligible to vote, must submit a brief explanation of those extraordinary circumstances to the Chair, or in their absence, the Vice Chair, prior to the meeting;

**AND IT IS FURTHER RESOLVED** that the Board of Directors recognizes that this resolution will represent the Corporation's procedural commitment to allow for the continuation of an integrated (both in-person and videoconference) meeting forum for the benefit of maximizing participation from all parties interested and willing to participate;

**AND IT IS FURTHER RESOLVED** that the Board of Directors will allow for committees of the Corporation to make their own determination regarding their meeting forum in the context of new requirements under the Open Meeting Law.

SECOND BY: Joan Jayne

Dated: July 16, 2024

**Owasco Lake Watershed  
Management Council, Inc.**

Aileen McNabb Coleman

Hon. Aileen McNabb Coleman, Cayuga County Legislator  
Member, ex officio

Edward Wagner

Hon. Edward Wagner, Supervisor, Town of Owasco  
Member, ex officio

Ginny Kent

Hon. Ginny Kent, Councilor, City of Auburn  
Member, ex officio

#### CERTIFICATION

STATE OF NEW YORK  
COUNTY OF CAYUGA

I, Ginny Kent, the undersigned, Secretary of the **Owasco Lake Watershed Management Council, Inc.** (the "Corporation"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the Members of the Corporation, including the Resolution contained therein, held on July 16, 2024, with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law:"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings law; and (D) there was a quorum of the members present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

7/16/2024

Date

Ginny Kent  
Secretary